

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC  
RECORDING CORPORATION; ARISTA  
MUSIC, fka BMG MUSIC; CAPITOL  
RECORDS, INC.; ELEKTRA  
ENTERTAINMENT GROUP INC.;  
INTERSCOPE RECORDS; LAFACE  
RECORDS LLC; MOTOWN RECORD  
COMPANY, L.P.; PRIORITY RECORDS LLC;  
SONY MUSIC ENTERTAINMENT, fka SONY  
BMG MUSIC ENTERTAINMENT; UMG  
RECORDINGS, INC.; VIRGIN RECORDS  
AMERICA, INC.; and WARNER BROS.  
RECORDS INC.,

ECF Case

06 CV 5936 (KMW)(DF)

Plaintiffs,

v.

LIME GROUP LLC; LIME WIRE LLC; MARK  
GORTON; and M.J.G. LIME WIRE FAMILY  
LIMITED PARTNERSHIP,

Defendants.

**DECLARATION OF MARY EATON**

I, MARY EATON, hereby declare as follows:

1. I am admitted to practice before this Court and am a member of the law firm of Willkie Farr & Gallagher LLP (“Willkie Farr”), counsel of record for Lime Group LLC, Lime Wire LLC, Mark Gorton, and M.J.G. Lime Wire Family Limited Partnership (collectively, “Defendants”) in the above-captioned action. I submit this Declaration in support of Defendants’ Motion *In Limine* #4 To Preclude Mitch Bainwol and Teresa LaBarbera Whites From Testifying At Trial.

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2. Attached hereto as Exhibit A is a true and correct copy of Plaintiffs' Witness List, dated March 18, 2011.

3. Attached hereto as Exhibit B is a true and correct copy of Plaintiffs/Counterclaim Defendants' Initial Disclosures Pursuant to Rule 26(a)(1) of the Federal Rules of Civil Procedure, dated October 24, 2006.

4. Attached hereto as Exhibit C is a true and correct copy of the November 16, 2007 joint letter filed with the Honorable Gerard E. Lynch in this action.

5. Attached hereto as Exhibit D is a true and correct copy of an email and attachment from Melinda LeMoine to Mary Eaton and Todd Cosenza, dated December 4, 2010.

6. Attached hereto as Exhibit E are true and correct excerpts of the transcript of the December 7, 2007 hearing before the Honorable Gerard E. Lynch in this action.

7. Attached hereto as Exhibit F are true and correct copies of Plaintiffs' Objections and Responses to Defendants' First Set of Interrogatories.

8. Attached hereto as Exhibit G is a true and correct copy of the subpoena served on Mitchell Bainwol, dated October 26, 2010.

9. Attached hereto as Exhibit H are true and correct copies of the subpoenas served on the RIAA, dated September 22, 2010 and November 29, 2010.

10. Attached hereto as Exhibit I is a true and correct copy of an email from Jennifer Pariser to Tariq Mundiya and Todd Cosenza, dated February 2, 2011.

11. Attached hereto as Exhibit J is a true and correct copy of an email from Jonathan Blavin to Tariq Mundiya, Todd Cosenza and Mary Eaton, dated February 8, 2011.

12. Attached hereto as Exhibit K is a true and correct copy of an email from Glenn Pomerantz to Tariq Mundiya, Todd Cosenza and Mary Eaton, dated February 4, 2011.

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13. Attached hereto as Exhibit L is a true and correct copy of a letter from George M. Borkowski to Paul Horan, dated October 29, 2010.

14. Attached hereto as Exhibit M are true and correct excerpts of the deposition of Wade Leak, taken February 1, 2011.

15. Attached hereto as Exhibit N is a true and correct copy of an email from Robyn Bird to Tariq Mundiya and Mary Eaton, dated December 2, 2010, with the subject "RIAA, et al. v. Lime Wire LLC, et al."

16. Attached hereto as Exhibit O is a true and correct copy of a press release issued by the RIAA, dated May 12, 2010.

17. On September 29, 2010, the parties attended a telephonic conference before Magistrate Judge Freeman, in which I participated. During that conference, Magistrate Judge Freeman reminded Plaintiffs that they had a duty to supplement their disclosures under Rule 26 of the Federal Rules of Civil Procedure. Following that conference, Magistrate Judge Freeman issued an order, requiring Plaintiffs to update their document production. Attached hereto as Exhibit P is a true and correct copy of Magistrate Judge Freeman's Order, filed October 15, 2010.

18. Attached hereto as Exhibit Q are true and correct copies of letters sent from Melinda E. LeMoine to Tariq Mundiya on March 24, 2011.

19. Attached hereto as Exhibit R is a true and correct copy of an email sent from Todd Cosenza to Melinda LeMoine on March 29, 2011.

20. Attached hereto as Exhibit S is a true and correct copy of a document entitled "custodian production log" produced by Plaintiffs on November 5, 2010.

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I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on March 30, 2011.

*M. Eaton.*

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Mary Eaton